centrica 82-4518

OS SEP-9

taking care of the essentials

**FAX MESSAGE** 

Office of International

Corporation Finance, SEC

Date: 6 September, 2002

SUPPL

At:

To:

001 202 942 96 24

Ref:

Stock Exchange Announcement

From:

Eileen Baker

No. of pages (incl. this one)

5

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# Message:

Please find the following Stock Exchange Announcement/s sent out recently.

Regards

Eileen Baker

PROCECCED

SEP 1 2 2002

THOMSON FINANCIAL

Secretariat, 2<sup>nd</sup> Floor, Charter Court, 50 Windsor Road, Slough, Berkshire SL1 2HA Telephone: 01753 758 217 Facsimile; 01753 758 240

Centrica plc

REGISTERED IN ENGLAND NO: 3033654

REGISTERED OFFICE: Charter Court, 50 Windsor Road, Slough, Berkshire, SL1 2HA

T:\Secretariat\Stock Exchange Announcements\Updated Info Aug 2001\SEC Fax

6 September, 2002

Office of International Corporation Finance Division of Corporation Finance Securities and Exchange Commission 40 Fifth Street, N.W. Washington D.C. 20549 USA

Dear Sir / Madam

# <u>Centrica plc – Section 198 notification from AVIVA</u> Rule 12g 3-2 (b) File No 82-4518

The enclosed document is to be furnished to the Securities and Exchange Commission (the "SEC") on behalf of Centrica plc (the "Company") pursuant to the exemption from the Securities Exchange Act 1934 (the "Act") afforded by Rule 12g 3-2 (b) thereunder.

This information is being furnished under paragraph (1) of Rule 12g 3-2 (b) with the understanding that such information and documents will not be deemed to be "filed" with the SEC or otherwise subject to the liabilities of Section 18 of the Act and that neither this letter nor the furnishing of such information and documents shall constitute an admission for any purpose that the Company is subject to the Act.

Yours faithfully

For and on behalf of Centrica plc

Enc. 1

#### **SCHEDULE 11**

# NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

1. Name of company

#### Centrica Plc

2. Name of director

#### Sir Roy Gardner

3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest

Director named in 2 above

4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified)

Director named in 2 above

5. Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person(s)

N/A

6. Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary

#### Purchase

7. Number of shares / amount of stock acquired

#### 50,000

8. Percentage of issued class

#### Less than 0.001%

9. Number of shares/amount of stock disposed

#### NIL

10. Percentage of issued class

N/A

11. Class of security

## Ordinary 5 5/9 pence

12. Price per share

#### 178 pence

13. Date of transaction

# 6<sup>th</sup> September 2002

14. Date company informed

## 6<sup>th</sup> September 2002

15. Total holding following this notification

#### 553,856

16. Total percentage holding of issued class following this notification

0.013%

If a director has been granted options by the company please complete the following boxes.

17. Date of grant

N/A

18. Period during which or date on which exercisable

N/A

19. Total amount paid (if any) for grant of the option

N/A

20. Description of shares or debentures involved: class, number

N/A

21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise

N/A

22. Total number of shares or debentures over which options held following this notification

N/A

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23. Any additional information

N/A

24. Name of contact and telephone number for queries

lan Ritchie - 01753 494011

25. Name and signature of authorised company official responsible for making this notification

Date of Notification

# 6th September 2002

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